

Fill in this information to identify the case:

United States Bankruptcy Court for the:
 Southern District of Texas
 (State)
 Case number (if known): _____ Chapter 11

Check if this is an amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy

04/19

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and the case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

1. Debtor's name	KP Engineering, LLC		
2. All other names debtor used in the last 8 years			
Include any assumed names, trade names, and <i>doing business</i> as names			
3. Debtor's federal Employer Identification Number (EIN)	3 0 - 0 2 3 0 2 9 4		
4. Debtor's address	Principal place of business	Mailing address, if different from principal place of business	
	5555 Old Jacksonville Highway		
	Number Street		
	Tyler TX 75703		
	City State ZIP Code		
	Smith County	Location of principal assets, if different from principal place of business	
	County		
5. Debtor's website (URL)	https://www.kpe.com/		
6. Type of debtor	<input checked="" type="checkbox"/> Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP)) <input type="checkbox"/> Partnership (excluding LLP) <input type="checkbox"/> Other. Specify: _____		

Debtor	KP Engineering, LLC		Case number (if known) _____
	Name		
7. Describe debtor's business			
A. Check one:			
<input type="checkbox"/> Health Care Business (as defined in 11 U.S.C. § 101(27A)) <input type="checkbox"/> Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B)) <input type="checkbox"/> Railroad (as defined in 11 U.S.C. § 101(44)) <input type="checkbox"/> Stockbroker (as defined in 11 U.S.C. § 101(53A)) <input type="checkbox"/> Commodity Broker (as defined in 11 U.S.C. § 101(6)) <input type="checkbox"/> Clearing Bank (as defined in 11 U.S.C. § 781(3)) <input checked="" type="checkbox"/> None of the above			
B. Check all that apply:			
<input type="checkbox"/> Tax-exempt entity (as described in 26 U.S.C. § 501) <input type="checkbox"/> Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. § 80a-3) <input type="checkbox"/> Investment advisor (as defined in 15 U.S.C. § 80b-2(a)(11))			
C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor. See http://www.uscourts.gov/four-digit-national-association-naics-codes .			
<hr/> 5 4 1 3			
8. Under which chapter of the Bankruptcy Code is the debtor filing?			
Check one:			
<input type="checkbox"/> Chapter 7 <input type="checkbox"/> Chapter 9 <input checked="" type="checkbox"/> Chapter 11. Check all that apply:			
<input type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,725,625 (amount subject to adjustment on 4/01/22 and every 3 years after that). <input type="checkbox"/> The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). If the debtor is a small business debtor, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if all of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B). <input type="checkbox"/> A plan is being filed with this petition. <input type="checkbox"/> Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b). <input type="checkbox"/> The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the <i>Attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11</i> (Official Form 201A) with this form. <input type="checkbox"/> The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2. <input type="checkbox"/> Chapter 12			
9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?			
<input checked="" type="checkbox"/> No <input type="checkbox"/> Yes. District _____ When _____ Case number _____ MM / DD / YYYY			
If more than 2 cases, attach a separate list. District _____ When _____ Case number _____ MM / DD / YYYY			
10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?			
<input type="checkbox"/> No <input checked="" type="checkbox"/> Yes. Debtor _____ Relationship _____ KP Engineering, LP affiliate _____ District _____ When _____ Southern District of Texas 08/23/2019 Case number, if known 19-34698(DRJ) MM / DD / YYYY			

Debtor KP Engineering, LLC Case number (if known) _____

11. Why is the case filed in *this district?* *Check all that apply:*

Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.

A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?

No

Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.

Why does the property need immediate attention? (Check all that apply.)

It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety. What is the hazard? _____

It needs to be physically secured or protected from the weather.

It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).

Other _____

Where is the property?		
Number	Street	
<hr/> <hr/>		
City	State	ZIP Code

Is the property insured?	
<input type="checkbox"/> No	
<input type="checkbox"/> Yes. Insurance agency	_____
Contact name	_____
Phone	_____

Statistical and administrative information

13. Debtor's estimation of available funds	Check one:		
	<input type="checkbox"/> Funds will be available for distribution to unsecured creditors.		
	<input checked="" type="checkbox"/> After any administrative expenses are paid, no funds will be available for distribution to unsecured creditors.		
14. Estimated number of creditors	<input type="checkbox"/> 1-49	<input type="checkbox"/> 1,000-5,000	<input type="checkbox"/> 25,001-50,000
	<input type="checkbox"/> 50-99	<input type="checkbox"/> 5,001-10,000	<input type="checkbox"/> 50,001-100,000
	<input type="checkbox"/> 100-199	<input type="checkbox"/> 10,001-25,000	<input type="checkbox"/> More than 100,000
	<input checked="" type="checkbox"/> 200-999		
15. Estimated assets	<input type="checkbox"/> \$0-\$50,000	<input type="checkbox"/> \$1,000,001-\$10 million	<input type="checkbox"/> \$500,000,001-\$1 billion
	<input type="checkbox"/> \$50,001-\$100,000	<input checked="" type="checkbox"/> \$10,000,001-\$50 million	<input type="checkbox"/> \$1,000,000,001-\$10 billion
	<input type="checkbox"/> \$100,001-\$500,000	<input type="checkbox"/> \$50,000,001-\$100 million	<input type="checkbox"/> \$10,000,000,001-\$50 billion
	<input type="checkbox"/> \$500,001-\$1 million	<input type="checkbox"/> \$100,000,001-\$500 million	<input type="checkbox"/> More than \$50 billion

Debtor	KP Engineering, LLC		Case number (if known)
	Name		
16. Estimated liabilities	<input type="checkbox"/> \$0-\$50,000	<input type="checkbox"/> \$1,000,001-\$10 million	<input type="checkbox"/> \$500,000,001-\$1 billion
	<input type="checkbox"/> \$50,001-\$100,000	<input type="checkbox"/> \$10,000,001-\$50 million	<input type="checkbox"/> \$1,000,000,001-\$10 billion
	<input type="checkbox"/> \$100,001-\$500,000	<input checked="" type="checkbox"/> \$50,000,001-\$100 million	<input type="checkbox"/> \$10,000,000,001-\$50 billion
	<input type="checkbox"/> \$500,001-\$1 million	<input type="checkbox"/> \$100,000,001-\$500 million	<input type="checkbox"/> More than \$50 billion

Request for Relief, Declaration, and Signatures

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

17. Declaration and signature of authorized representative of debtor

- The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.
- I have been authorized to file this petition on behalf of the debtor.
- I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 08/22/2019
MM / DD / YYYY

/s/ Brandon T. Steele

Signature of authorized representative of debtor

Brandon T. Steele

Printed name

Title President

18. Signature of attorney

/s/ Christopher Adams

Signature of attorney for debtor

Date 08/23/2019

MM / DD / YYYY

Christopher Adams

Printed name

Okin Adams LLP

Firm name

1113 Vine Street, Suite 240

Number Street

Houston

TX 77002

City

State ZIP Code

(713) 228-4100

cadams@okinadams.com

Contact phone

Email address

24009857

TX

Bar number

State

**RESOLUTIONS OF THE BOARD OF MANAGERS
OF
KP ENGINEERING, LLC**

This 22 day of August, 2019, the undersigned, being the only manager (the “Manager”) of the Board of Managers of KP Engineering, LLC, a Delaware limited liability company (the “General Partner”), which is the general partner of KP Engineering, LP, a Texas limited partnership (the “Partnership”), hereby consent in writing, pursuant to the provisions of applicable law, based on the advice of their professionals and advisors, and after thorough discussions, to taking the following actions and adopting the following resolutions:

NOW THEREFORE, BE IT RESOLVED, that in the judgment of the Board of Managers it is desirable and in the best interests of the Partnership and General Partner, their creditors, and other interested parties, that the Partnership and General Partner seek relief under the provisions of Chapter 11 of Title 11 of the United States Code (the “Bankruptcy Code”); and it is further

RESOLVED, that the General Partner is hereby authorized, and each “Authorized Person” (as defined below) shall be, and hereby is, authorized and directed on behalf of the General Partner, to commence a case under Chapter 11 of the Bankruptcy Code (the “General Partner Chapter 11 Case”) by executing, verifying and delivering a voluntary petition in the name of the General Partner under Chapter 11 of the Bankruptcy Code and causing the same to be filed with the United States Bankruptcy Court for the Southern District of Texas (the “Bankruptcy Court”) in such form and at such time as the Authorized Person executing said petition shall determine; and it is further

RESOLVED, that the General Partner is hereby authorized, and each Authorized Person shall be, and hereby is, authorized and directed on behalf of the General Partner, and on behalf of the Partnership, to commence a case under Chapter 11 of the Bankruptcy Code (the “Partnership Chapter 11 Case” and together with the General Partner Chapter 11 Case, the “Chapter 11 Cases”) by executing, verifying and delivering a voluntary petition in the name of the Partnership under Chapter 11 of the Bankruptcy Code and causing the same to be filed with the Bankruptcy Court in such form and at such time as the Authorized Person executing said petition shall determine; and it is further

RESOLVED, that the General Partner is hereby authorized, and each Authorized Person shall be, and hereby is, authorized and directed on behalf of the General Partner, and on behalf of the Partnership to seek to have the Chapter 11 Cases jointly administered by the Bankruptcy Court; and it is further

RESOLVED, that the General Partner is hereby authorized, and each Authorized Person shall be, and hereby is, authorized, directed and empowered, on behalf of and in the name of the General Partner, to take all actions necessary or appropriate for the Partnership to obtain post-petition financing according to the terms negotiated by such Authorized Person, including under one or more debtor-in-possession credit facilities, and to effectuate the foregoing, to enter into

such loan agreements, documents, notes, guaranties, security agreements, pledge agreements and all other documents, agreements or instruments (collectively, the "Credit Documents") as may be deemed necessary or appropriate by the Authorized Person; and it is further

RESOLVED, that the General Partner is hereby authorized, and each Authorized Person shall be, and hereby is, authorized, on behalf of and in the name of the General Partner, and in the name of the Partnership, to the extent applicable, to obtain authorization for the Partnership to use cash collateral, in such amounts and on such terms as may be agreed by any Authorized Person, including the grant of replacement liens, as is reasonably necessary for the continuing conduct of the affairs of the Partnership; and it is further

RESOLVED, that the General Partner, on behalf of itself and the Partnership, as applicable, is hereby authorized to seek authority from the Bankruptcy Court to and to assume or reject, as appropriate, pre-petition executory contracts and/or leases; and it is further

RESOLVED, that the General Partner is hereby authorized, and each Authorized Person shall be, and hereby is, authorized, directed and empowered, with full power of delegation, on behalf of and in the name of the General Partner, and in the name of the Partnership, to execute, verify and/or file, or cause to be filed and/or executed or verified (or direct others to do so on their behalf as provided herein), and to amend, supplement or otherwise modify from time to time, all necessary or appropriate documents, including, without limitation, petitions, affidavits, schedules, motions, lists, applications, pleadings and other documents, agreements and papers, including all Credit Documents, and to take any and all actions that the Authorized Person deems necessary or appropriate, each in connection with the Chapter 11 Cases, any post-petition financing or any cash collateral usage contemplated hereby or thereby; and it is further

RESOLVED, that the General Partner is hereby authorized, and each Authorized Person shall be, and hereby is, authorized, directed and empowered, on behalf of and in the name of the Partnership, to employ and retain the law firm of Hunton Andrews Kurth LLP to act as attorneys in connection with the Chapter 11 Cases; and it is further

RESOLVED, that the General Partner is hereby authorized, and each Authorized Person shall be, and hereby is, authorized, directed and empowered, on behalf of and in the name of the General Partner, to employ and retain the law firm of Okin Adams LLP to act as attorneys in connection with the Chapter 11 Cases; and it is further

RESOLVED, that the General Partner is hereby authorized, and each Authorized Person shall be, and hereby is, authorized, directed and empowered, on behalf of and in the name of the General Partner, and in the name of the Partnership, to employ and retain such further legal, restructuring, financial, accounting and bankruptcy services firms (together with the foregoing identified firms, the "Professionals") as may be deemed necessary or appropriate by the Authorized Person to assist the General Partner and/or the Partnership in carrying out their responsibilities in the Chapter 11 Cases; and it is further

RESOLVED, pursuant to Section 5.06 of the Partnership Agreement of the Partnership, the Partnership desires to appoint a Chief Restructuring Officer and delegate authority to that

individual and hereby appoints Douglas J. Brickley of the Claro Group, LLC as the Chief Restructuring Officer with authority to act and execute documents as necessary on behalf of the partnership; and it is further

RESOLVED, that the General Partner is hereby authorized, and each Authorized Person shall be, and hereby is, authorized, with full power of delegation, in the name and on behalf of the General Partner, and in the name of the Partnership, to take or cause to be taken any and all such further action and to execute and deliver or cause to be executed or delivered, and to amend, supplement or otherwise modify from time to time, all such further agreements, documents, certificates, statements, notices, undertakings and other writings, and to incur and to pay or direct payment of all such fees and expenses, as in the judgment of the Authorized Person shall be necessary, appropriate or advisable to effectuate the purpose and intent of any and all of the foregoing resolutions; and it is further

RESOLVED, that all acts lawfully done or actions lawfully taken by any officer of the General Partner or any of the Professionals in connection with the Chapter 11 Cases or any proceedings related thereto, or any matter related thereto, be, and hereby are, adopted, ratified, confirmed and approved in all respects as the acts and deeds of the General Partner; and it is further

RESOLVED, that any and all actions, whether previously or subsequently taken by any Authorized Person or any other person authorized to act by an Authorized Person, that are consistent with the intent and purpose of the foregoing resolutions or in connection with any matters referred to herein, shall be, and the same hereby are, in all respects, ratified, approved and confirmed; and it is further

RESOLVED, that these resolutions shall be governed by the laws of the State of Delaware (without regard to conflict of laws principles); and it is further

RESOLVED, that for the purposes of these resolutions, the term "**Authorized Person**" shall mean and include Brandon T. Steele and Douglas J. Brickley.

These resolutions may be executed in one or more counterparts.

IN WITNESS WHEREOF, the undersigned, being the only manager of the Board of Managers of the General Partner, has executed these resolutions as of the date first set forth above.

MANAGER:



Brandon T. Steele, Manager

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re:	§
	§ Chapter 11
KP ENGINEERING, LP, <i>et al.</i> ,	§
	§ Case No. 19- <u>34698</u> (<u>DRJ</u>)
	§
Debtors. ¹	§ (Joint Administration Requested)
	§ (Emergency Hearing Requested)
	§

**CORPORATE OWNERSHIP STATEMENT
PURSUANT TO RULE 7007.1 OF THE
FEDERAL RULES OF BANKRUPTCY PROCEDURE**

Pursuant to Rule 7007.1 of the Federal Rules of Bankruptcy Procedure, KP Engineering, LLC hereby provides BTS Enterprises, Inc. owns 100% of its equity interests.

¹ The Debtors in these cases, along with the last four digits of each Debtor's federal tax identification number, are: KP Engineering, LP (7785) and KP Engineering, LLC (0294). The location of the Debtors' corporate headquarters and the Debtors' service address is: 5555 Old Jacksonville Highway, Tyler, TX 75703.

Fill in this information to identify the case:

Debtor name KP Engineering, LLC

United States Bankruptcy Court for the: Southern District of Texas
(State)

Case number (If known): _____

Check if this is an amended filing

Official Form 204

Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 30 Largest Unsecured Claims and Are Not Insiders, on a Consolidated Basis

12/15

Number	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
1	Turner Industries Group, LLC P. O. Box 3688 Baton Rouge, LA 70821						6,608,503.99
2	ROWC Energy Services P O BOX 4177 HOUma, LA 70361			Disputed			4,300,505.52
3	Beard Construction Group, LLC 3970 Rosedale Road Port Allen, LA 70767	Attn: Howard J. Currie Jr.		Disputed			3,583,843.53
4	The Reynolds Company P. O. Box 896689 Charlotte, NC 28289-6689			Disputed			3,006,602.74
5	Saulsbury Industries Inc. P. O. Box 222080 Dallas, TX 75222-2080			Disputed			2,867,580.83
6	Instrument Commissioning Group Phoenix Capital Group, LLC P. O. Box 1415 Des Moines, IA 50305-1415			Disputed			2,860,420.54
7	Cajun IDC, LLC Cajun Constructors, Inc. P.O. Box 104 Baton Rouge, LA 70821-0104			Disputed			2,753,052.30
8	Hancock Mechanical P. O. Box 207 Bentonia, MS 39040			Disputed			2,544,273.45

Debtor KP Engineering, LLC _____ Case number (if known) _____

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
9	Gregg Industrial Insulators P.O. Box 91473 Chicago, IL 60693						2,453,052.38
10	Compressor Systems, Inc P. O. Box 843960 Dallas, TX 75284-3960						2,368,333.28
11	Bounds Construction II LLC 50 Allen Hill Road Tylertown, MS 39667			Disputed			1,875,009.64
12	CED Interstate Electric Co. P. O. Box 206562 Dallas, TX 75320			Disputed			1,706,686.99
13	TII Logistics Inc. P. O. Box 644831 Pittsburgh, PA 15264-4831			Disputed			1,637,700.00
14	MRC Global (US) Inc. P. O. Box 204392 Dallas, TX 75320-4392						1,397,874.23
15	Dealers Electrical Supply Co. P. O. Box 2535 Waco, TX 76702-2535			Disputed			1,285,517.97
16	Pierce Const & Maint Co., Inc. P.O. Box 485 Petal, MS 39465						1,251,978.11
17	J.R. Manufacturing, LP 6485 Thomas Rd Houston, TX 77041			Disputed			1,159,504.12
18	Innovative Industrial Fabricators, LLC P.O. Box 621 Keithville, LA 71047-0621			Disputed			942,492.76
19	Credos Fabrications, LLC P.O. Box 199 Quitman, MS 39355						930,507.76
20	Globe, LLC Attn: Charles Daniel 20 West 7th Street New Albany, IN 47150						925,000.00

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
21	Bowman Specilized Services P.O. Box 38 Carlsbad, NM 88221-0038						917,744.00
22	Powell Electrical Systems 8550 Mosley Road Houston, TX 77075			Disputed			835,854.089
23	Arcosa Tank LLC fka Trinity Containers LLC P O Box 733000 Dallas, TX 75373-3000						775,085.00
24	S&S Energy Services 4530 Hwy 69 N Lufkin, TX 75904	Matt Sanders					578,554.59
25	Zeeco, Inc. P. O. Box 974988 Dallas, TX 75397-4988						576,440.25
26	Heatec PO Box 934286 Atlanta, GA 31193-4286						569,245.59
27	BWFS Industries, LLC 6019 Greenway Manor Lane Spring, TX 77373						494,834.50
28	Smith & Loveless, Inc. P. O. Box 2383 Shawnee Mission, KS 66201						488,620.50
29	Wholesale Electric Supply Company of Houston, Inc. P.O.Box 732778 Dallas, TX 75373-2778			Disputed			465,247.28
30	Fisher Controls International 22737 Network Place Chicago, IL 60673-1227						449,911.09

Debtor Name <u>KP Engineering, LLC</u>	
United States Bankruptcy Court for the: <u>Southern</u> District of <u>Texas</u> (State)	
Case number (If known): _____	

Official Form 202

Declaration Under Penalty of Perjury for Non-Individual Debtors

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An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

Declaration and signature

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- Schedule A/B: Assets–Real and Personal Property* (Official Form 206A/B)
- Schedule D: Creditors Who Have Claims Secured by Property* (Official Form 206D)
- Schedule E/F: Creditors Who Have Unsecured Claims* (Official Form 206E/F)
- Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G)
- Schedule H: Codebtors* (Official Form 206H)
- Summary of Assets and Liabilities for Non-Individuals* (Official Form 206Sum)
- Amended Schedule _____

Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders (Official Form 204)

Other document that requires a declaration: Corporate Ownership Statement Pursuant to Rule 7007.1 of the Federal Rules of Bankruptcy Procedure

I declare under penalty of perjury that the foregoing is true and correct.

Executed on August 23, 2019

 KP Engineering, LLC

By: /s/ Brandon T. Steele

Name: Brandon T. Steele

Its: President